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10 Attorneys for USACM Liquidating Trust

11 **UNITED STATES BANKRUPTCY COURT**  
 12 **DISTRICT OF NEVADA**

13 In re:

14 USA COMMERCIAL MORTGAGE  
 15 COMPANY,

Debtor.

Case No. BK-S-06-10725-LBR

CHAPTER 11

**STIPULATION RE PROOF OF  
 CLAIM FILED BY THE SANTORO  
 FAMILY TRUST UTD 4/29/02  
 BASED UPON INVESTMENT IN THE  
 COPPER SAGE PHASE II LOAN**

16 **Date of Hearing: November 15, 2011**

17 **Time of Hearing: 9:30 a.m.**

18 **Estimated Time for hearing: 10 min.**

19 The USACM Liquidating Trust (the "USACM Trust"), by and through undersigned  
 20 counsel, and The Santoro Family Trust UTD 4/29/02 (the "Santoro Family Trust"), by and  
 21 through its trustee, Nicholas J. Santoro, hereby stipulate to allow, in full, that portion of  
 22 Proof of Claim Number 10725-01472 filed by the Santoro Family Trust that is based upon  
 23 an investment in the Copper Sage Phase II Loan (the "Santoro Copper Sage Claim").

24 The USACM Trust initially filed a Motion to Allow Claims Based Upon  
 25 Investment in the Copper Sage Phase II Loan (the "Motion to Allow") [DE 8917], but  
 26 subsequently learned that investors in that loan had sold their interests in the Copper Sage  
 Phase II Loan to Platinum Properties CS II, LLC ("Platinum") for value, or had the  
 opportunity to do so. Consequently, the USACM Trust filed a Motion to Withdraw the



1 Motion to Allow and an Omnibus Objection to the Claims Based upon Investment in the  
 2 Copper Sage Phase II Loan [DE 9331] (the “Objection”).

3 The Santoro Family Trust filed a Response to the Objection [DE 9453] (the  
 4 “Response”), asserting that “while the Santoro Family Trust negotiated and executed  
 5 documentation in an attempt to sell its investment to Platinum, the sale was not  
 6 consummated....” (Response at 2).<sup>1</sup> The USACM Trust has since verified that statement.

7 Wherefore, the USACM Trust and the Santoro Family Trust agree and stipulate that  
 8 as to the Santoro Copper Sage Proof of Claim, the Trustee’s Objection should be denied  
 9 and that portion of Proof of Claim Number 10725-01472 filed by the Santoro Family Trust  
 10 that is based upon an investment in the Copper Sage Phase II Loan should be allowed as an  
 11 unsecured claim as initially requested by the USACM Trust in the Motion to Allow.

12 Respectfully submitted this November 10, 2011.

13 LEWIS AND ROCA LLP

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 15 Robert M. Charles, Jr., NV 6593  
 16 John Hinderaker, AZ 18024 (*pro hac vice*)  
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22 SANTORO FAMILY TRUST UTD 4/29/02

23 By /s/ Nicholas Santoro  
 24 Nicholas J. Santoro, Trustee  
 25 Nevada Bar No. 0532  
 26 400 South Fourth Street, Third Floor  
 Las Vegas, Nevada 89101

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<sup>1</sup> The Response was supported by a Declaration from Mr. Santoro [DE 9454].